

Page One (recap)**PREVIOUSLY IN ULTIMATE X-MEN:**

Born with strange and amazing abilities, the X-Men are young mutant heroes,
sworn to protect a world that fears and hates them.

They are not alone in their plight.

Panel. For this first chapter in our story, we'll be continuing the tradition of opening the story with a single, widescreen panel centered on the recap page. After this script, the recap will be used to show a panel from a previous issue.

We're looking at a head shot of a DEAD SUDANESE GIRL, lying in a bed, eyes closed, mouth open, lips chapped. She has succumbed to dehydration and malnourishment. A fly crawls along her lower lip.

ROSE (off): It's my fault.

Title & Credits.

Conception

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ART & PRODUCTION TBD

Page Two (4 panels)

Panel 1. We pull back to reveal we're in a small, run-down Sudanese hospital. ROSE (a young, dark-haired, puffy-cheeked American beauty in Red Cross nurse's garb) sits at the girl's bedside, mourning her passing. ISABEL (a 30-ish, European RC nurse, thinner and somewhat world-weary) stands behind Rose, a hand on her shoulder. After all her years in this line of work, Isabel has become something of a realist, but she's no dour cynic.

ROSE: I'd been up for thirty hours straight. It was the shortest little nap, Isabel. I **had** to...

Panel 2. Close in on the two women. Isabel is not without sympathy, but it's clear as she looks down at Rose's head that Rose is far from the first one to hear these words from Isabel's lips. Rose looks off at the girl, troubled, pained. A tear falls.

ISABEL: We are in a **war zone**, Rose. For every one we save, we lose **twenty**.

ISABEL: We've not been put here to save the world. We are simply here to help as **much** as humanly possible. To do what we **can**.

ROSE: Her name was Najwa.

Panel 3. Isabel removes the IV from the girl's arm.

ISABEL: You **will** get past this, Rose.

Panel 4. Now we pull way back to establish the room, which is packed with *at least* a dozen more beds, all of them filled with sick and dying Sudanese refugees. Rose and Isabel are the only staff in the room.

ISABEL: The first dozen or so are **always** the hardest.

Page Three (5 panels)

Panel 1. Day. A small-ish establishing shot of the hospital, which is a small, old, single-floor building in essentially the middle of nowhere. A Google Image search for "Sudan hospital" should give you a pretty good idea. PATIENTS and REFUGEES who cannot get space inside the building make small camps on the ground outside. And by "camps," I don't mean pitching tents--they're just basically just plopped down with all of their belongings.

TITLE: Darfur, Sudan.
December 31

Panel 2. Cut to another, smaller, similarly packed room, later in the day. Rose is changing an IV pouch, Najwa's death still weighing heavy on her mind. She doesn't turn toward the voice.

BEN (off): **Feeling** alright?

ROSE: I'm pretty sure I'm supposed to be asking **you** that, Ben.

Panel 3. BEN (an Englishman in his late 30s with a four-day beard) lies in the bed, propped up by extra pillows. Despite being in pain and somewhat doped up, he smirks, clearly being flirtatious. It's important that we don't see him from below the waist, for reasons which will become apparent next page.

BEN: Me? I'm in **perfect** health. I only stick around for the **bedside manner**.

ROSE (off): Henh...

ROSE (off): Did you hear? About the **rebels**?

BEN: If you mean how the warring factions suddenly decided to sign a treaty and play **nicey-nice**, then no. Haven't heard a thing.

Continued...

Page Three (cont'd.)

Panel 4. Rose bends over to change the tube at Ben's arm, and Ben is well aware of the closeness of Rose's supple, young body. Is it the change of topic that has him looking more serious here, or is it a desperate desire? A bit of both, to be sure. Rose continues to be polite, unaware of Ben's glance.

BEN: Not going to make **your** job any easier, though, is it? They've simply traded **one** type of casualty for **another**.

ROSE: I try not to think about it.

Panel 5. Something like a shot from over Ben's shoulder, but angled out so we can cheat to see Ben's wry smirk. Still in something of a crouched position, Rose turns to Ben, troubled, searching for some way to cope.

ROSE: Ben...how'd you do it when **you** were out there? The horrors you photographed but couldn't do anything about?

BEN: I drank. Heavily.

BEN: But that's the genius plan what got me in the middle of a **rebel firefight**, so I wouldn't exactly **recommend** it, dear.

Page Four (6 panels)

Panel 1. Ben becomes lively, hoping his excitement is infectious.

BEN: Except for **tonight**, that is. New Year's Eve, time for much celebration and craziness, yeah?

Panel 2. As she turns to step away, Rose manages a half-hearted smile at what we'll discover is Ben's self deprecating joke about dancing...

ROSE: Yeah...not for me. There isn't much to celebrate.

BEN (off?): Come on, now. We'll make it **worth** celebrating, won't we? We'll eat, we'll laugh, we'll **dance**...

ROSE: Heh...right. Well, I'd better get back to work...

Panel 3. Rose is quite startled as Ben grasps her wrist.

ROSE: **Hh!**

Panel 4. Still holding her wrist, Ben gives Rose/us a heartfelt look. The result of this is that we and Rose are kinda creeped out, because we don't know if he's well-intentioned or not with his puppy-dog love. Maybe it's an obsession... And, oh yeah, we also find that Ben has lost his left leg at the knee, the nub bandaged up, and a little bit bloody.

BEN: Thank you, Rose.

BEN: For everything.

Panel 5. A head shot of Rose, who is a bit unnerved.

ROSE: Oh, uh...

Panel 6. Isabel pokes her head into the room, looking urgent. Rose turns in our foreground, startled.

ISABEL: Rose! You're needed.

Page Five (8 panels)

Panel 1. Rose and Isabel stride down the hall, which is lined on one side with patient-filled beds. They are both wearing their gloves.

ISABEL: There are **six** of them, just arrived. Five children, one man. Severely dehydrated and injured.

ISABEL: Cuts and bruises, mostly. More than the usual, but nothing **serious**.

Panel 2. A big panel. We're in a small room (about 12x12') that is essentially a medical waste storage room. It's important that this room has at least one window. As Isabel said, there are a MAN (40s, black, bald) and FIVE CHILDREN (aged 12-17, all black, 3 boys, 2 girls) sitting on beds crammed into the room. Rose and Isabel step in and are taken aback. How did they get a private room like this?

ROSE: The **waste room**?

ISABEL: It's the only space we had. Now, come on...

Panel 3. The remainder of these panels don't need to be terribly large. Just room for dialogue, where needed. Putting her disgust aside, Rose steps toward the youngest boy, producing a tongue suppressor.

ROSE: Uchh. I'll start with this one.

Panel 4. Rose tries to treat the boy, but he timidly scoots up onto the bed.

ROSE: <<**Hi**, little guy. I'm Rose.>>

ROSE: <<Ohh...come on, now...>>

Continued...

Page Five (cont'd.)

Panel 5. A head shot of the Bald Man, who smiles reassuringly.

ROSE: <<...I promise I won't **hurt** you, okay?>>

Panel 6. The boy reluctantly complies and Rose starts to move the suppressor into his open mouth.

ROSE: <<**That's** it. Open **wide**...>>

Panel 7. A smaller panel. We look into his mouth, and nothing seems out of place. The suppressor tucks the front of the boy's tongue down behind his teeth, but some of the tongue flaps over the suppressor somehow.

NO COPY

Panel 8. Again with a small panel. Close in for a shot from the side. Holding his tongue down, Rose peers in closely, unsure of what she's seeing.

ROSE (small): Now what is--

Page Six (3 panels)

Panel 1. Back to a shot inside the boy's mouth. That piece of tongue that was overlapping was actually due to him having a forked tongue, which now flicks about. Rose has let go of the suppressor, which falls.

NO COPY

Panel 2. Rose jumps back, freaked out to hell. The boy freaks as well, his skin turning reptilian, and some of his body camouflaging against the environment.

ROSE: **GNAAAAH!**

Panel 3. In this large panel, we reveal that all five kids are MUTANTS--a sort of "X-Men Africa." Perceiving Rose's sudden jump as a threat, they all go immediately on the defensive. One of the younger ones has a dark energy emanating from his/her fists (TA'OON, or Pestilence). One has turned into an amalgam of the Saharan terrain, with cracked earth skin, desert-brush hair and sand blowing about his/her body (FAMINE, the Arabic word for which I cannot find a pronunciation). One comes apart, the head, limbs, hands and feet somehow remaining in their approximate place, all of him/her translucent and aglow (SHABAH, or Ghost). And one grows into something like a hippopotamus (HASINTH, or Hippo). Needless to say, Rose and Isabel are scared witless.

NO COPY

Page Seven (5 panels)

Panel 1. The young mutants stop their plan to strike at Rose and Isabel, turning to their leader, whose bald dome is cropped in out foreground.

BALD MAN: **Children, stop!**
[Could we get someone to translate this into Arabic and just leave it at that without an English translation?]

Panel 2. The first in a series of 3 smaller shots. The Bald Man stresses ever so slightly as a lump forms on his forehead...

BALD MAN: nn

Panel 3. The "lump" is actually a short tentacle with a bulbous end.

NO COPY

Panel 4. The end opens up to reveal a third eye.

NO COPY

Panel 5. Pull back to reveal our gentle, telepathic friend, who smiles placidly, his tentacled third eye speaking for him.

THIRD EYE: They do not seek to harm us, nor we them.
[The "third eye" balloons should have some sort of strange effect to it to indicate they're telepathic in nature.]

Page Eight (4 panels)

Panel 1. Time has passed. It's around dusk. The room is lit by candles and failing bulbs. The children are back to their regular, human forms. Rose treats a slash across the chest of one boy, who is sitting up. She looks a little troubled.

(Not sure which way to go on translation marks in this scene, or how you'd generally prefer to handle them. I wanted to have it so the Bald Man is using his telepathy to translate, but it's extremely awkward to fit into the running dialogue. Let's discuss.)

ROSE: You've been **fighting**.

BALD MAN: We are **pacifists** at heart, Miss Rose, but it seems the rebels have found something more **important** to kill than each other.

Panel 2. Isabel gives a shot to another child who is seated near the Bald Man. She turns from her work to look at him with concern.

ISABEL: It's true, then? They are hunting down **mutants**?

BALD MAN: These children, they are lucky to have parents who did not turn them in to be **slaughtered** in exchange for a sickly calf or a few rations of food.

BALD MAN: Instead they have **entrusted** me with their children's welfare on condition that I teach them to **resist** the rebel thugs.

Panel 3. Close in for a head shot of our "African Xavier," who gazes off with a hint of sadness.

BALD MAN: So, yes, we have fought. And we have done well. But now, our injuries are many. And our **losses**...

BALD MAN: Like so many others, we now seek refuge in **Chad**, where we might **recuperate** and, hopefully, **recruit**.

Panel 4. Crouched to treat her patient's knee, Rose turns to address the off-panel Bald Man. The boy she treats is scared.

ROSE: It's a good thing you **stopped**. In this condition, you'd never have **made** it to the border.

BOY: But we can't stay. The **rebels** are coming for us.

Page Nine (5 panels)

Panel 1. Rose turns back to the boy, touching his shoulder as she smiles. The boy shyly smiles back.

ROSE: You don't need to fear them, young one. They're just men with guns. **They're** afraid of **you**.

Panel 2. Rose stands, addressing the group. She's clearly a natural with kids.

ROSE: Where I come from? America? There's a whole **school** of mutants, called the **X-Men**.

ROSE: Have you heard of them? No?

Panel 3. Rose addresses a couple kids who are fascinated by her tale.

ROSE: Well, the X-Men are...well, they're just like you: a group of young and **amazing** mutants who want nothing more than **peace** with normal humans.

ROSE: But if any humans try to **hurt** mutants, or even the other way around? The X-Men **will** fight them.

Panel 4. Close in as, finally, she addresses a girl who relishes the thought of being one of the X-Men. (Her typo is intentional.) Her enthusiasm pleases Rose. We should see the window in the background.

ROSE: And, like you, they've lost **friends** in battle...but it only makes their will to fight **stronger**.

GIRL: Can **I** be an X-Men? [sic]

ROSE: Heh. I think you already **are**.

Panel 5. Looking at the window, we see that Ben is looking in from outside, and he's feeling rather jealous right about now. If we see below his shoulders, he should have a crutch under his left arm.

ROSE (off): Now lie back. I'll take care of your wounds.

Page Ten (5 panels)

Panel 1. We're outside now. Ben stands at one of the multitude of bonfires, which are where most of the refugees sleep for the night, again keeping their belongings with them. He shouts down angrily at one REFUGEE.

BEN: <<Have you **got** any **alcohol**?!>>
BEN: <<**Alcohol**!!>>

Panel 2. Ben hobbles along to the next bonfire, all pissy and dejected.

BEN (small): Hhh...**someone's** got to have some bloody--

Panel 3. Close in for a head shot. Ben stops, peering out into the distance. "What is that out there?"

NO COPY

Panel 4. Looking out past the bonfires, some shape appears on the horizon...

NO COPY

Panel 5. It's a silhouetted group of AK-47 armed REBELS on horseback and camelback.

NO COPY

Page Eleven (6 panels)

Panel 1. Standing inside a small, walk-in medicine closet, Rose has her back to us, no doubt gathering supplies. The closet is only lit by the hallway. A shadow falls on her back.

BEN (off): I **thought** you said you'd spend the **new year** with me.

Panel 2. Rose turns, facing Ben, who steals her light, and seems a little menacing. Rose smirks curiously, trying to figure out if he's playing a prank or what.

ROSE: Ben?

ROSE: I...I **didn't** say, actually. I **meant** to stop by, but I've been busy.

BEN: I see. You'd rather spend your time with the **freaks of nature**, is that it?

Panel 3. Over Rose's shoulder as she backs up into us. A moment of realization for Rose: "Wow, so he really *is* creepy." But Ben doesn't acknowledge her concerns. He's desperate, going for broke, deluded enough to believe she'd actually go with his plan.

ROSE: You--

ROSE: You're **spying** on me?

BEN: Look, they're **done** for. But you and me--there's enough time, we can get **out** of here. Together!

ROSE: Ben, could you step back? You're kinda--

Panel 4. Ben grabs Rose's upper arms, shaking her. She's scared.

BEN: Rebel **mercenaries**, Rose! They're coming!

Panel 5. Rose pushes past Ben, desperate to get out to the hall and warn the mutant children. Ben panics.

BEN: No! Wait!

BEN: I **love** you, Rose! I--

Panel 6. Rose corners out of the closet and into the hall at full tilt, calling urgently.

ROSE: **Isabel! The children!**

Page Twelve (5 panels)

Panel 1. A large panel. The rebels (6 of them) storm through the front entrance with AK-47s at the ready, looking more like bounty hunters than soldiers. There is one in the center who is clearly their LEADER. Any DOCTORS, NURSES and refugees we see here cower and flee.

LEADER: <<Good evening.>>

LEADER: <<We have come to make a **withdrawal**.>>

Panel 2. The leader makes a bee-line for a nervous, pleading doctor, pointing his rifle at the man.

DOCTOR: <<We have hardly **anything** for our patients as it stands.>>

DOCTOR: <<Please, you must have **some** compassion-->>

Panel 3. The leader strikes the doctor in the head with the butt of his weapon, knocking him out cold.

NO COPY

Panel 4. The leader indicates for the other rebels to search the hospital.

LEADER: <<Take any medicine, syringes and food that you-->>

BEN (off): <<Hang on.>>

Panel 5. One of the rebels points his gun at Ben, who looks like he's just had a good, little cry. He doesn't seem at all afraid, just a little sad and bitter.

BEN: <<I've got something **better** than meds.>>

Page Thirteen (5 panels)

Panel 1. The leader kicks in the weak-ass door of the room where the mutants were staying, the other rebels and Ben in tow.

NO COPY

Panel 2. The rebels pour in, finding only Rose and Isabel, who stand frozen in the middle of the room. The candles and lights are out, so the room is only illuminated by moonlight.

NO COPY

Panel 3. The leader grabs Ben by the shirt. Ben looks off to the nurses. If he wasn't frightened before, he sure as fuck is now...

LEADER: <<**These** are your mutants?>>

BEN: <<N-no. They're just **nurses**. But they're here. I **saw** them...>>

Panel 4. With one arm, the leader shoves Ben a good 3-4 feet against one wall. The rebels drawn their weapons on him.

BEN: **NO! DON'T!**

Panel 5. We don't see what happens here, just the sheer horror on the faces of Rose and Isabel as shell casings sail past in the foreground.

NO COPY

Page Fourteen (4 panels)

Panel 1. The rebel leader turns to us, looking quite serious. We catch a bit of red splatter on the wall. (I figure since it's night and the room is not well lit, this will be tasteful enough to get away with, yes?)

NO COPY

Panel 2. The leader grabs Rose by the throat. Isabel cowers.

LEADER: **Mutants.**
LEADER: **Where?**

Panel 3. Close in as he puts the barrel to Rose's face. Tears roll from the outside corners of her eyes.

LEADER: **Where?!**

ROSE (small): I don't...I don't know what you mean...

Panel 4. Still holding Rose by the throat, he fires his weapon at Isabel while Rose struggles.

NO COPY

Page Fifteen (6 panels)

Panel 1. The leader backhands Rose hard, sending her to the floor.

NO COPY

Panel 2. A down shot from behind the leader's back. Rose is on all fours, looking down, as the leader approaches slowly. Isabel's lifeless body is cropped off to one side.

LEADER: **Mutants.**
LEADER: **Or die.**

Panel 3. Focus on Rose, who blubbers on all fours as blood pools below her.

ROSE (small, weak): Go...to hell...

Panel 4. The leader sneers, amused at Rose's sentiment.

LEADER: Henh.

Panel 5. Rose closes her eyes tight, crying uncontrollably as the barrel is brought to touch her head.

LEADER (off): We are **in** hell.

Panel 6. The leader's distracted by a light. He looks off, squinting.

NO COPY

Pages Sixteen & Seventeen (3 panels)

Panel 1. With his/her arms and legs outstretched, translucent and eerie Shabah appears to hover flush against one wall, a circular portal opened up around him/her with the hands and feet as points on the border. The rest of "X-Men Africa" pour out of the portal, ready for battle! The rebel mercenaries are totally caught off guard. Rose is relieved.

NO COPY

Panel 2. Famine fires particles of sand at high speed, pelting and engulfing a few of the rebels.

NO COPY

Panel 3. CHAMELEON, the reptilian mutant, has jumped on the back of one rebel and bites on the back of his neck. Hasinth clocks another soldier, sending him flying and causing him to let go of his rifle. The Bald Man's third eye sends a telekinetic beam, knocking a rebel into the ceiling.

NO COPY

Page Eighteen (4 panels)

Panel 1. Through this whole sequence, if we see Rose at all, she's just trying to stay out of the way. Ta'oon grabs hold of the leader's arms with his/her glowing hands, sucking the life force of him.

LEADER: GKK

Panel 2. Another rebel cracks Ta'oon in the base of the neck with the butt of his gun, causing him/her to let go. Ta'oon is unconscious from here on out...

NO COPY

Panel 3. ...and it seems the others are unable to hold up as well. Two rebels use their guns like baseball bats against Hasinth, while another throws Chameleon by his/her arm into a wall...

NO COPY

Panel 4. ...but Famine and Shabah keep on fighting, and appear to be winning. (Shabah fights by passing his/her detached body parts through people.) If we see Chameleon, Hasinth or, again, Ta'oon, they are out cold.

LEADER (off): <<**STOP!**>>

Page Nineteen (6 panels)

Panel 1. The rebel leader has the bloodied, beaten Bald Man down on his knees. With one hand, the still-sickly, freakishly-aged leader holds a 9mm pistol to the back of the Bald Man's head, and with the other he holds onto the Bald Man's third-eye tentacle.

LEADER: <<**Surrender** or I **kill** your leader!>>

BALD MAN: <<No...do not **give in**, children...>>

Panel 2. Unfortunately, Shabah and Famine do surrender, changing back to their human forms...

NO COPY

Panel 3. ...and the rebel mercs take the opportunity to beat the two up. It seems they don't want to kill these mutants after all...?

NO COPY

Panel 4. The Bald Man is shoved down hard onto his back by the leader.

BALD MAN: UHH!

LEADER (off?): <<Good thing they didn't **listen** to you.>>

Panel 5. With a foot on the Bald Man's chest, the leader pulls at the tentacle with both hands at full strength, like he's trying to pull a tree's roots from the ground.

LEADER: <<They would be **dead** otherwise.>>

Panel 6. A silhouetted shot (shadow on the wall?) of the leader getting his prize as the tentacle rips from the Bald Man's head. From what we can tell, the tentacle's fairly long, presumably going all the way back to the brain stem.

NO COPY

Page Twenty (5 panels)

Panel 1. Cut to the hallway, where one of the rebels drags Rose kicking and screaming into a restroom while another holds the door open. Another rebel and the leader (still sickly) follow.

ROSE: **NO! NOOOO!**

Panel 2. The leader stops the rebel who was holding the door from coming in with them.

LEADER: <<Watch the door. You'll have your turn, okay?>>

Panel 3. The door closes as the rebel stands guard.

ROSE (within): **No...**

ROSE (within): **NO!**

Panel 4. The same shot. The door is now closed.

ROSE (within): **NOOOOOOO!**

ROSE (within): **PLEASE, NO!**

Panel 5. Stat panel 4.

ROSE (within): **STOP IT! STOP!**

Page Twenty-One (3 panels)

Panel 1. Cut to another door (this time, a set of high-quality wood double doors) with another man in front of it (this time, it's PROFESSOR XAVIER). Xavier sits pained in his wheelchair, as if suffering the world's greatest migraine--not from the shouting through the doors behind him, but due to the horrors taking place half a world away.

TITLE: Westchester, New York.
Xavier's School for Gifted Youngsters.

BOBBY (from door): **NOOOO!**

Panel 2. Now we're on the other side of those doors. Tight on ROGUE and BOBBY, who sit on a couch with game controllers in their hands. Bobby is flipping out while Rogue grins.

BOBBY: **You are SO CHEAP!**

Panel 3. We're in a swanky living room in the mansion. Roll call: JEAN, LOGAN, SCOTT, Bobby, Rogue, and KITTY. They've done up the place with a couple streamers, balloons and a HAPPY NEW YEAR banner. There's a big plasma TV with a fighting game on it. They're drinking "liquids that may be beer and/or booze" out of cans and colored plastic cups. Rogue turns around on the couch to gloat as Bobby walks away, blowing Rogue off. Kitty is alone, sitting with one foot up on an occasional table against a wall, while Logan talks to Jean. Scott has his arm around her. At some point during this scene, we should see those double doors from within the living room, just for story continuity's sake.

ROGUE: Aww...
ROGUE: S'amatter, Bobby? Can't take gettin' beat by a **girl**?

BOBBY: Whatever. Cheap.

Page Twenty-Two (5 panels)

Panel 1. Logan makes with the smooth talk and Jean smirks, amused. Scott, still with his arm around Jean, is his usual, rigid self.

LOGAN: So, hey. Jean.

LOGAN: Got someone ta **kiss** when the clock strikes twelve?

SCOTT: **Tell** me you're **joking**.

LOGAN: If ya gotta **ask**...

Panel 2. Bobby now leans against the wall next to Kitty, holding a cup to his mouth. He looks to her as she pouts.

KITTY: This has to be the lamest New Year's party in **history**.

BOBBY: Why aren't you out celebrating with your little **Spider-Boy**?

KITTY: 'Cause no one'll give me a **ride** and a **cab's** like a million dollars.

KITTY: **One** way.

Panel 3. Kitty turns and rises and, just as casually as you or I would get up to walk across an empty room, she phases into the wall.

KITTY: I'm gonna go make sure the **Professor** isn't having any fun, either.

Panel 4. We cut out a cross-section of the mansion as Kitty rises into the air, cutting through rooms and floors at the same time, phasing through ductwork and whatnot (but no electrical wiring). She's looking around for the Professor.

NO COPY

Panel 5. Poking her head into a room with a nice, ornate carpet, Kitty rolls here eyes a little.

KITTY: **There** you are.

Page Twenty-Three (3 panels)

Panel 1. A shot from over Xavier's head as Kitty cautiously approaches, the top of Xavier's (sweaty!) chrome dome cropped off at the bottom.

KITTY: Sorry. I know how you **hate** it when I don't knock, but you **said** you were gonna join us and I think the **ball's** dropping in just a little--
KITTY: Professor?
KITTY: Professor, what's wrong?

Panel 2. Now a shot from the reverse perspective. Xavier is facing a large window, with sleet pouring down outside. He turns his head about 45 degrees. We don't really get a look at his face yet.

NO COPY

Panel 3. A large head shot of Xavier. He's cold and clammy. Shaken, as if evil in its purest form passed through his body. Or something. A real shocker of a look, because we've never seen him looking anything like this.

XAVIER: Everything.

TITLE: (X) Continued...